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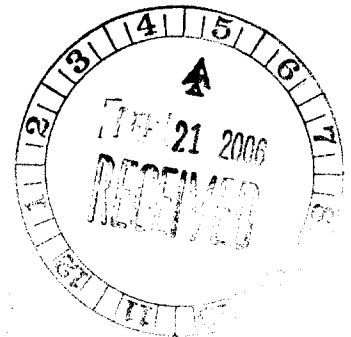
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## VIA HAND DELIVERY

February 21, 2006

The Honorable Vernon A. Williams  
Secretary  
U.S. Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423

2158317  
ENTERED  
Office of Proceedings  
FEB 22 2006  
Part of  
Public Record



Re: New England Transail, LLC, d/b/a The Wilmington & Woburn Terminal  
Railway & Woburn Terminal Railway—Petition For Exemption—To Acquire,  
Construct And Operate As A Rail Carrier On Tracks And Land In Wilmington  
And Woburn, MA, STB Finance Docket No. 34797

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are the original and ten copies of a Motion of New England Transrail, LLC for Leave to File a Consolidated Reply to Comments, along with an original and ten copies of the Consolidated Reply itself. Also enclosed is a compact disc containing an electronic version of the Consolidated Reply.

We would appreciate your time-stamping the additional copy of each of the enclosed documents and returning them to our messenger.

Thank you in advance for your assistance.

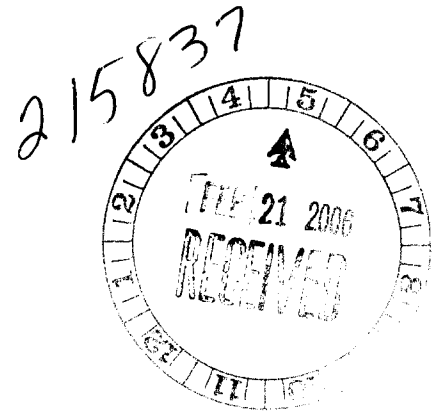
Sincerely,

Jeffrey M. Bauer  
Attorney for New England Transrail

cc: Service List

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**Finance Docket No. 34797**

**New England Transrail, LLC, d/b/a Wilmington & Woburn Terminal Railway—Petition  
For An Exemption From 49 U.S.C. § 10901 To Acquire, Construct And Operate As A Rail  
Carrier On Tracks and Land in Wilmington and Woburn, Massachusetts**

**ENTERED  
Office of Proceedings**

**FEB 22 2006**

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**Petitioner's Motion For Leave to File Consolidated Reply To Comments**

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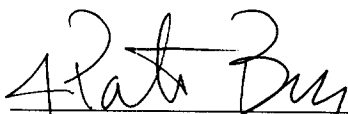
New England Transrail, LLC ("NET") hereby respectfully requests that the Board grant NET leave to file the attached Consolidated Reply to Comments. While numerous parties have filed comments regarding NET's Petition, the attached Consolidated Reply addresses comments filed by the Massachusetts Department of Environmental Protection ("MADEP"), the National Solid Wastes Management Association, et al. ("NSWMA"), the Town of Wilmington ("Wilmington"), and the New Jersey Department of Environmental Protection et al. ("NJDEP"). In support of its motion, NET states as follows:

On December 5, 2005, NET filed a Petition for Exemption seeking authorization from the Board to operate as a rail carrier and to acquire, construct, and operate trackage and an intermodal transload facility on an industrial site in Wilmington, Massachusetts. Commenters MADEP, NSWMA, Wilmington and NJDEP argue that the Board should decline jurisdiction

and deny the exemption because NET is not currently a rail carrier, that the proposed intermodal transload facility is nothing more than a solid waste processing facility, that NET has neglected to provide the Board with sufficient information to render a decision, and that NET is somehow trying to avoid complying with substantive health, safety, and environmental regulations. The attached Consolidated Reply is designed to aid the Board by providing a "road map" to the record of the various issues raised by the commenters, who simply ignore the record before the Board and otherwise mischaracterize the facts as set forth in NET's Petition.

Consequently, NET respectfully requests that the Board grant it leave to file the attached Consolidated Reply.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jeffrey M. Bauer", is written over a horizontal line.

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Date: February 21, 2006

**CERTIFICATE OF SERVICE**

I hereby certify that on this 21st day of February, 2006, a copy of the foregoing  
was served on the following persons by first-class mail:

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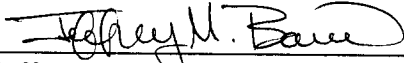
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